

RECORDATION NO. 5726-C Filed 1426

3-278A110

United States
Lease Financing, Inc.



633 Battery Street
San Francisco, California 94111
(415) 445-7400

OCT 5 1983 - 8 15 AM

September 26, 1983

INTERSTATE COMMERCE COMMISSION

RECORDATION NO. 5726-B Filed 1426

Secretary
Interstate Commerce Commission
12th and Constitutional AVE.
Washington, D.C. 20423

OCT 5 1983 - 8 15 AM

INTERSTATE COMMERCE COMMISSION
No.
Date
Fee \$ 20.00

Dear Sir:

ICC Washington, D. C.

Enclosed for recordation under the provisions of Section 11303 (formerly 20c) of the Interstate Commerce Act and the regulations promulgated thereunder, as amended, are three counterparts of a Release and Termination and three counterparts of a Bill of Sale. Both documents are supplements to a Railroad Equipment Lease filed with the Interstate Commerce Commission on March 22, 1970 and assigned Recordation Number 5726 and a Supplement thereto filed on September 1, 1981 and assigned Recordation Number 5726-A.

The names and addresses of the parties are:

LESSOR: Trust Company for USL, Inc. (as Successor
Trustee to George D. MacKay and Edward
E. Castans, Trustees)
Oak Brook Executive Plaza
1211 West 22nd Street
Oak Brook, Illinois 60521

LESSEE: Norfolk and Western Railway Company
as Successor Lessee to Illinois Terminal
Railroad Company pursuant to an Assignment
and Assumption Agreement dated as of
September 1, 1981)

The undersigned is an officer of the Lessor and has knowledge of the matters set forth therein.

Enclosed is our check in the amount of \$20.00 covering the recording fee for each document.

Please return two recorded counterparts to my attention.

Very truly yours,

Walter J. Michael
Walter J. Michael
Assistant Secretary

415/445-7644

WJM:cb
748m
Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

10/5/83

OFFICE OF THE SECRETARY

Walter J. Michael
Assist. Sec.
U.S. Lease Financing, Inc.
633 Battery Street
San Francisco, Calif. 94111

Dear **Sir:**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **10/ 5/83** at **3:15pm** and assigned re-recording number(s) **5726-B & 5726-C**

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

SE-30
(7/79)

RELEASE AND TERMINATION

RECORDATION NO. 5726-B Filed 1425

OCT 5 1983 -3 15 AM

KNOW ALL MEN BY THESE PRESENTS ^{that:} INTERSTATE COMMERCE COMMISSION

WHEREAS, pursuant to a Railroad Equipment Lease dated as of February 13, 1970 (the "Lease"), between Trust Company for USL, Inc. (as Successor Trustee to George D. MacKay and Edward E. Castans, Trustee under a Trust Agreement dated as of February 13, 1970) (the "Trustee"), and Norfolk and Western Railway Company (as successor lessee to Illinois Terminal Railroad Company pursuant to an Assignment and Assumption Agreement dated as of September 1, 1981) (the "Railroad"), the Railroad acquired the possession and use of the railroad equipment described in the Lease (the "Equipment");

WHEREAS, pursuant to a Security Agreement dated as of February 13, 1970 (the "Security Agreement") from the Trustee to Los Angeles County Employees Retirement Association, the Trustee granted and conveyed a security interest in and to its right, title and interest in and to the Equipment to secure the payment of certain 11-1/4% Secured Notes dated January 28, 1971 (the "Notes");

WHEREAS, the Trustee has caused the Notes to be paid in full and canceled and the Security Agreement has been released, terminated and discharged of record;

WHEREAS, pursuant to a Bill of Sale of even date herewith, the Trustee shall sell and convey to the Railroad all the right, title and interest of the Trustee in and to the Equipment subject to the Lease and described in said Bill of Sale;

NOW, THEREFORE, in consideration of \$1.00 and other valuable considerations, the receipt of which is hereby acknowledged, the Trustee, not in its personal or corporate capacity, but solely as trustee under the above described Trust Agreement, acknowledges and declares the Lease to be satisfied and canceled and does consent that the same be terminated and released of record, and hereby relinquishes unto the Railroad all the Trustee's right, title and interest in and to the Equipment, provided however, any claim or liability of the Trustee or the Railroad under the Lease arising from facts or circumstances existing prior to the date hereof or which under the terms of the Lease is to survive termination of the Lease, shall not be released or otherwise affected hereby.

IN WITNESS WHEREOF, the Trustee has caused this instrument to be executed in its name by its duly authorized representatives as of the 23rd day of September, 1983.

TRUST COMPANY FOR USL, INC.,
Trustee as aforesaid

(SEAL)

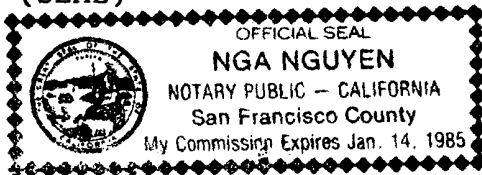
By Walter J. Michael
its Vice President

ATTEST:


Secretary

State of California)
) ss
City and County of San Francisco)

(SEAL)



Notary Public

My commission expires: January 14, 1985